

WYCHE, BURGESS, FREEMAN & PARHAM

C. GRANVILLE WYCHE  
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C. THOMAS WYCHE  
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LARRY D. ESTRIDGE  
D. ALLEN GRUMBINE  
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PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

GREENVILLE, SOUTH CAROLINA 29603

December 27, 1978

POST OFFICE BOX 10207  
44 EAST CAMPERDOWN WAY  
CABLE ADDRESS: JURAL  
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RECORDATION NO. 9964 Filed 1425

Interstate Commerce Commission  
12th & Constitutional Avenues DEC 27 1978 - 3 40 PM  
Washington, D. C. 20423

INTERSTATE COMMERCE COMMISSION

Attention: Mrs. Lee, Room 1227

RECORDATION NO. 9964 Filed 1425

DEC 27 1978 - 3 40 PM

INTERSTATE COMMERCE COMMISSION

Dear Mrs. Lee:

I transmit for filing the following documents:

Management Agreement dated as of December 27, 1978  
between National Railway Utilization Corporation  
and Richard Kelly, Owner, covering two (2) ~~AM~~  
70-ton, 50'6" Boxcars bearing Road Numbers  
NSL 150482 - NSL 150483 (both inclusive).

Security Agreement between The South Carolina  
National Bank, as Secured Party, and Richard Kelly,  
the Debtor.

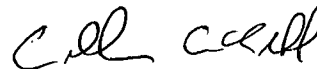
The address for National Railway Utilization Corporation is  
1100 Centre Square East, 1500 Market Street, Philadelphia,  
Pennsylvania 19102.

The address for The South Carolina National Bank is P. O. Box  
969, Greenville, S. C. 29602.

The address for Richard Kelly, (as Owner and Debtor)  
is National Railway Utilization Corporation, 1100 Centre Sq., E.,  
1500 Market St., Philadelphia, Pa. 19102

Our check is enclosed to cover the filing fee in the amount  
of \$100.00 for both documents. Please return the original and  
one certified copy to William W. Kehl, Esquire, P. O. Box 10207,  
Greenville, S. C. 29603, with the recording certification data  
stamped thereon.

Very truly yours,



William W. Kehl

WWK:bjm

Enclosures

RECORDATION NO. 9964-D Filed 1425

JUN 28 1983

INTERSTATE COMMERCE COMMISSION

AMENDMENT dated as of October 1, 1981 to that certain SECURITY AGREEMENT dated as of December 27, 1978 between Richard Kelly (termed "Owner") and THE SOUTH CAROLINA NATIONAL BANK (termed "Secured Party").

WHEREAS, Owner and Secured Party have determined that certain of the 50'6" Type XM Railroad Boxcars which are subject to this Security Agreement should be remarked in order to maximize their utilization and earnings;

NOW, THEREFORE, in consideration of this benefit to the parties and in further consideration of \$1.00 in hand paid by each party to the other, the parties hereto agree as follows:

The Security Agreement is amended by changing the railroad boxcar numbers therein from the following:

NSL 150482 - NSL 150483

to the following:

MISS 150482 - MISS 150483

IN WITNESS WHEREOF, Owner and Secured Party, each pursuant to due authority have caused these presents to be duly executed.

Betty J. Pierce  
Witness

Raymond H. Kelly  
Witness

Richard Kelly  
Owner

I CERTIFY THAT THIS IS A TRUE AND CORRECT COPY OF THE ORIGINAL

Sworn to before me this

20th day of June, 1983

Bubba J. Mader  
Notary Public for South Carolina

My Commission expires: 12-16-90

Carl Muller

State of South Carolina

County of Greenville

ss:

On this 11 day of October, 1981, before me personally appeared Charles P. Cecil, to me personally known, who, being by me duly sworn, says that he and the other witness, Walter S. Cecil, personally witnessed Walter S. Cecil, as Owner, duly sign the within Amendment and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Owner.

(Notarial Seal)

MARTHA T. MILLS  
Notary Public of South Carolina

My Commission Expires:

MARTHA T. MILLS  
Notary Public, Phila., Phila. Co.  
My Commission Expires March 5, 1984

(SEAL)

THE SOUTH CAROLINA NATIONAL BANK

BY Charles P. Cecil

ITS Vice President

ATTEST Buddy L. Reynolds

ITS Assistant Vice President

State of South Carolina

County of Greenville

ss:

On this 26 day of October, 1981, before me personally appeared Charles P. Cecil, to me personally known, who, being by me duly sworn, says that he is Vice President of The South Carolina National Bank, that one of the seals affixed to the foregoing instrument is the corporate seal of said national banking association, that said instrument was duly signed and sealed on behalf of said national banking association, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said national banking association.

(Notarial Seal)

Jane A. Hensley  
Notary Public of South Carolina

My Commission Expires: MY COMMISSION EXPIRES AUGUST 6, 1990.